

MISSISSIPPI
ASSIGNMENT OF DEED OF TRUST INTEREST

THIS ASSIGNMENT OF DEED OF TRUST INTEREST dated December 3, 1996, from Mid-State Homes, Inc. ("Assignor"), a Florida corporation having an office at 1500 North Dale Mabry Highway, Tampa, Florida 33607 to Mid-State Trust V ("Assignee"), a business trust created under the laws of Delaware pursuant to a trust agreement dated as of February 27, 1995, operating by and through Wilmington Trust Company, not as an individual but as Owner Trustee of Mid-State Trust V and having an address of Wilmington Trust Company, Rodney Square North, Wilmington, Delaware, 19890.

W I T N E S S E T H :

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, that certain deed of trust, together with the debts thereby secured, the notes therein described, and all interest of the undersigned in and to the lands and property conveyed by said deed of trust without recourse; said deed of trust appears of record at Book 822 Page 746 in the Records of DeSoto County, Mississippi. Mortgagors:

Joe D. Dunlap and Roxiee Dunlap

TO HAVE AND HOLD unto the said Assignee, its successors and assigns, FOREVER.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed on the day and year first above written.

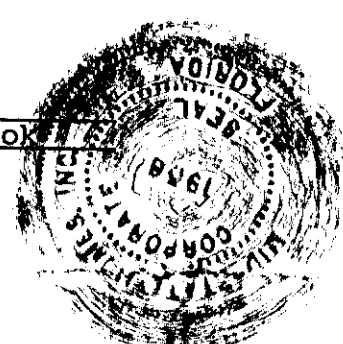
STATE MS.-DE SOTO CO.
FILED

JAN 16 11 05 AM '97

BK 881 PG 531
W.E. DAVIS CH. CLK.

MID-STATE HOMES, INC.

By: [Signature]
Name(Print) B. L. Mook
Title: Vice-President



ACKNOWLEDGEMENT

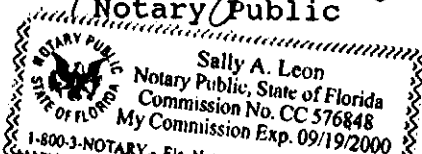
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, That on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared B. L. Mook well known to me to be the Vice President of Mid-State Homes, Inc., named in the above Assignment of Deeds of Trust Interest and that he/she severally acknowledged the execution of the same freely and voluntarily under authority duly vested in him/her by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation, and delivered the foregoing instrument for the purposes therein set forth.

Given under my hand and official seal this 3 day of December, 1996.

[Signature]
Notary Public

My Commission Expires:



THIS INSTRUMENT PREPARED BY
Thomas E. Portsmouth
Attorney at Law
P. O. Box 31601
Tampa, FL 33631-3601

RECORDING RETURN TO:
Mid-State Homes, Inc.
P. O. Box 31601
Tampa, FL 33631-3601
Attn: Bonnie Doyne

LAND IN DESOTO COUNTY, MISSISSIPPI, DESCRIBED AS FOLLOWS, TO-WIT:

LOT 30, ROLLING GREEN III, IN SECTION 29, TOWNSHIP 1 SOUTH, RANGE 8 WEST, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 24, PAGES 36 & 37, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.

BEING PART OF THE SAME LAND DESCRIBED IN WARRANTY DEED RECORDED IN BOOK 178, PAGE 492, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.

INDEXING INSTRUCTIONS

LOT 30 ROLLING GREEN III, IN SECTION 29, TOWNSHIP 1 SOUTH, RANGE 8 WEST, AS RECORDED IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.